BEFORE

THE PUBLIC SERVICE COMMISSION OF

SOUTH CAROLINA

DOCKET NO. 93-171-E - ORDER NO. 93-315

APRIL 7, 1993

IN RE: Application of Carolina Power & Light Company to Issue and Sell Additional Securities (Long-Term Debt).	) ORDER GRANTING) AUTHORITY TO ISSUE) AND SELL ADDITIONAL) SECURITIES) (LONG-TERM DEBT)

This matter comes before the Public Service Commission of South Carolina (the Commission) upon the Application of Carolina Power & Light Company (the Company) filed on March 22, 1993, requesting authority to issue and sell additional securities in the form of long-term debt.

FINDINGS OF FACT

1. The Company's correct name and post office address is Carolina Power & Light Company, Post Office Box 1551, Raleigh, North Carolina 27602. The name and post office address of its attorneys are Adrian N. Wilson and Patricia A. Kornegay-Timmons, Post Office Box 1551, Raleigh, North Carolina 27602. The Company is a corporation organized and existing under the laws of the State of North Carolina, with its principal office at 411 Fayetteville Street, Raleigh, North Carolina, where it is engaged in the business of generating, transmitting, delivering and furnishing electricity to the public for compensation.

2. The Company's capital stock outstanding at December 31, 1992 consisted of Common Stock with a stated value of $1,622,277,000 and Preferred Stock having a stated value of $143,801,000. As of December 31, 1992, the retained earnings of the Company were $1,153,655,000.

The Company's existing long-term debt at December 31, 1992, amounted to principal amounts of $2,416,195,000 in First Mortgage Bonds and $499,830,000 in other long-term debt. The First Mortgage Bonds were issued under and pursuant to an Indenture of Trust dated as of May 1, 1940, duly executed by the Company to The Bank of New York (formerly Irving Trust Company), as Corporate Trustee, and Frederick G. Herbst, as Individual Trustee, succeeded by W.T. Cunningham, who presently is acting as Individual Trustee, as supplemented by fifty-eight Supplemental Indentures.

3. The Company presently projects that its capital requirements will total approximately $658 million in 1993 and $520 million in 1994.

4. Pursuant to the provisions of its Charter and for the purposes hereinafter stated, the Company proposes to issue and sell additional long-term debt in an amount not to exceed $400 million. The Company also has $100 million in long-term debt available for issuance pursuant to Order of this Commission dated December 3, 1992 in Docket No. 92-602-E, and Registration Statement No. 33-55060 on form S-3 filed on November 27, 1992 with the Securities and Exchange Commission. Together with the amount of additional long-term debt proposed in this Application, the

Company would have available for issuance an aggregate of $500 million in long-term debt.

5. The Company will consider the issuance of First Mortgage Bonds, debt instruments sold to European investors (Eurobonds) or unsecured debt. The Company continuously monitors rates, terms and conditions for alternative forms of debt financing and will determine which type of security offers the most favorable terms to the Company. In general, the Company will only consider issuing additional long-term debt for refunding purposes when a new issue can be priced at least .5% below the break-even rate of the issue to be refunded and if the refunding yields net present value savings of $500,000 or more. (Break-even rate includes consideration of call premium and issuance expenses).

6. The Company proposes to issue additional long-term debt either in discrete financing transactions or pursuant to a continuous offering program (Secured Medium-Term Note Program). Under a Secured Medium-Term Note Program, First Mortgage Bonds, which will be referred to for marketing purposes as secured medium-term notes, would be continuously offered and issued in an amount deemed appropriate and necessary by the Company but in no event exceeding the amount authorized pursuant to this Application. The Secured Medium-Term Note Program, if implemented, would be similar to the secured medium-term note offerings previously authorized by this Commission.

7. The Company proposed to enter into negotiations with investment bankers or other financial institutions to act as

agents, dealers, underwriters, or direct purchasers of either the public or private offering of the First Mortgage Bonds in accordance with the terms of an underwriting or purchase agreement in the case of a discrete financing or a sales agency or distribution agreement in the case of a Secured Medium-Term Note Program in a form similar to that attached to the Company's Application as Exhibit A or Exhibit B, respectively. The interest rate will be determined by the Company at or prior to the sale of the bonds. The Company intends to determine the method of sale and the financial institution(s) which will offer the most favorable terms to the Company.

8. The Company estimates that it will incur expenses, excluding underwriting fees, in the range of approximately $250,000 in connection with a private placement of debt securities or a public offering of the First Mortgage Bonds. Underwriting fees may vary significantly depending on the terms of the offering.

9. The Company's First Mortgage Bonds will be sold under the provisions of the Company's Mortgage and Deed of Trust dated as of May 1, 1940. The Company has a right to sell additional First Mortgage Bonds of any one or more Series on the basis of property additions, other than funded property as defined in Section 5 of Article 1 of the said Mortgage and Deed of Trust, for a principal amount not exceeding seventy (70) percentum of the cost or fair value thereof to the Company, whichever is less. The Company has sufficient property additions to support the issuance

and sale of the First Mortgage Bonds described above for the purposes set forth above.

10. For any First Mortgage Bonds sold, the Company proposes to create, execute and deliver additional Supplemental Indentures to the Mortgage and Deed of Trust dated as of May 1, 1940, to The Bank of New York (formerly Irving Trust Company) and Frederick G. Herbst (W.T. Cunningham, Successor), as Trustees, such additional Supplemental Indentures to be substantially in the form attached to the Company's Application as Exhibit C.

11. The Company has filed a Registration Statement with the Securities and Exchange Commission (SEC Registration Statement No. 33-60014) in connection with any future public issuance of additional long-term debt as described herein.

12. In the period from October 1, 1992, through December 31, 1992, the Company's construction expenditures for additional electric plant facilities totaled approximately $99,746,000. Attached to the Company's Application as Exhibit D is a statement of such construction expenditures on which the source of funds for the payment thereof is shown.

13. Pursuant to Order No. 91-72 in Docket No. 91-032-E, the Commission requires all electric utilities to provide information responsive to certain questions listed in the Order. The Company has responded to each of those questions as follows:

a. The effects of the proposed financing on the income statement and balance sheet of the Company are shown in Exhibit E attached to the Company's

Application.

b. The net proceeds to be received from the proposed issuance of additional long-term debt will be used for (i) the Company's ongoing construction and maintenance program, (ii) general corporate requirements including the repayment of short-term borrowings, and (iii) the refunding of outstanding issues of First Mortgage Bonds and/or preferred stock having rates higher than market rates determined at the time of sale of additional long-term debt securities.

c. If the proposed issuance and sale of additional long-term debt is not approved on the conditions set forth above, the Company will be unable to finance its capital needs on a timely basis resulting in excess short-term debt and poor liability management. If approval is delayed, the Company may not be able to take advantage of financial market opportunities resulting in higher costs to the Company and its ratepayers.

d. The expected effective interest rate of the additional long-term debt issuance will depend upon market conditions and the terms of the offering at the time the debt is issued.

e. The issuance of long-term debt benefits the Company by enabling it to achieve the purposes set forth in subsection b. above. The underwriting expenses for traditional First Mortgage Bonds will depend upon market conditions and the terms of the offering at the time the debt is issued.

f. The impact of the proposed financing on the Company's capital structure at December 31, 1992, is shown below. Actual amounts are reflected in the "Per Books" column and adjusted amounts, which include the effects of the proposed financing are reflected in the "As Adjusted" column.

	Per Books	As Adjusted
Common Stock Equity	47.34%	46.07%
Preferred Stock-Redemption Not Required	2.69	2.62
Long-Term Debt	49.97	51.31
Total	100.00%	100.00%

14. Approval of this Application does not bind the Commission as to the ratemaking treatment of this issuance.

15. This Order shall not, in any way, effect or limit the right, duty, or jurisdiction of the Commission to further investigate and order revisions, modifications, or changes with respect to any provision of this Order in accordance with the law.

16. The Company must make every effort in issuing these debt instruments over time to minimize the probability of the occurrence of any outcomes which would be harmful to ratepayers.

CONCLUSIONS OF LAW

From a review and study of the Application, its supporting data and other information in the Commission's files, the Commission finds that the proposed issuance and sale of additional long-term debt of not more than $400 million;

(i) Are for a lawful object within the corporate purposes of the Company;

(ii) Are compatible with the public interest;

(iii) Are necessary and appropriate for and consistent with the proper performance by the Company of its service to the public as a utility;

(iv) Will not impair the Company's ability to perform its public service; and

(v) Are reasonably necessary and appropriate to provide adequate funds for such corporate purposes.

IT IS THEREFORE ORDERED:

1. That Carolina Power & Light Company be and hereby is authorized, empowered and permitted: (i) to issue and sell additional long-term debt not to exceed $400 million pursuant to the terms and conditions described herein at such times as the Company may deem necessary or advisable, and (ii) to execute and deliver such instruments, documents and agreements as shall be necessary or appropriate to effectuate such transaction or transactions.

2. That this Order shall remain in full force and effect until further Order of the Commission.

BY ORDER OF THE COMMISSION:

Henry G. Yonce

Chairman

ATTEST:

Deputy Executive Director

(SEAL)